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UBER TECHNOLOGIES, INC.
14 and OTTOMOTTO LLC

15 UNITED STATES DISTRICT COURT
16 NORTHERN DISTRICT OF CALIFORNIA
17 SAN FRANCISCO DIVISION

18 WAYMO LLC,
19 Plaintiff,
20 v.
21 UBER TECHNOLOGIES, INC.,
OTTOMOTTO LLC; OTTO TRUCKING LLC,
22 Defendants.
23

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE
YANG IN SUPPORT OF
PLAINTIFF'S ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
PORTIONS OF ITS LETTER BRIEF
REGARDING WAYMO'S MOTION
TO COMPEL (DKT. 681)**

Trial Date: October 10, 2017

1 I, Michelle Yang, declare as follows:

2 1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this
 3 declaration based upon matters within my own personal knowledge and if called as a witness, I
 4 could and would competently testify to the matters set forth herein. I make this declaration in
 5 support of Plaintiff's Administrative Motion to File Under Seal Portions of Its Letter Brief
 6 Regarding Waymo's Motion to Compel (Dkt. 681).

7 2. I have reviewed the following documents and confirmed that only the portions
 8 identified below merit sealing:

Document	Portions to Be Filed Under Seal
Waymo's Letter Brief Regarding Waymo's Motion to Compel ("Letter Brief") (Dkt. 681-3)	Marked portions (in red boxes)
Exhibit 3 of Waymo's Letter Brief	Marked portions (in red boxes)
Exhibit 5 of Waymo's Letter Brief	Entire Document
Exhibit 6 of Waymo's Letter Brief	Entire Document
Exhibit 7 of Waymo's Letter Brief	Marked portions (in red boxes)
Exhibit 8 of Waymo's Letter Brief	Marked portions (in red boxes)
Exhibit 13 of Waymo's Letter Brief	Marked portions (in red boxes)
Exhibit 16 of Waymo's Letter Brief	Marked portions (in red boxes)

1 1. The marked portions (in red boxes) of Waymo's Letter Brief identified specific
 2 software modules described in highly confidential Disclosure Schedules to the Put Call
 3 Agreement (Dkt. 515-11). These Disclosure Schedules were filed entirely under seal, and the
 4 Court granted sealing at Dkt. 707. Here, the identification of software modules reveal technical
 5 features developed by Ottomotto LLC and acquired by Uber. This highly confidential
 6 information is not publicly known, and their confidentiality is strictly maintained. I understand
 7 that this information could be used by competitors or counterparties to Uber's detriment,
 8 including to gain an advantage over Uber in development strategy. For example, disclosure of

1 Uber and Ottomotto's LiDAR-related technical features would allow competitors to understand
2 Uber's LiDAR development and strategy, and allow them to tailor their own LiDAR
3 development. If such information were made public, I understand Uber's competitive standing
4 could be significantly harmed.

5 2. The marked portions (in red boxes) on pages 10-13 of Exhibit 3 contain highly
6 confidential information regarding third party vendors for Uber's LiDAR, some of which are
7 subject to non-disclosure agreements. Defendants are contractually bound to maintain the
8 confidentiality of this third party's confidential information, which reveal Uber's LiDAR
9 development and strategy. If this information were to be released to the public, Defendants'
10 competitors would have access to detailed information about Defendants' LiDAR design work
11 and product development strategy, which would allow them to tailor their own LiDAR
12 development. Uber's competitive standing could significantly be harmed.

13 3. The marked portions (in red boxes) of on pages 10-13 of Exhibit 3 also reference
14 highly confidential technical features of Uber's LiDAR development work. This highly
15 confidential information is not publicly known, and their confidentiality is strictly maintained. If
16 this information were to be released to the public, Defendants' competitors would have access to
17 technical details about Defendants' LiDAR design work and product development strategy, which
18 would allow them to tailor their own LiDAR development. Uber's competitive standing could
19 significantly be harmed.

20 4. The marked portions (in red boxes) on pages 10-13 of Exhibit 3 contain the names
21 and locations of Uber employees and former employees who worked on LiDAR-related projects,
22 and disclosure of their information would harm their privacy interests. Defendants request these
23 names and current location information be kept confidential in order to protect the privacy of
24 individuals at a company that is currently the subject of extensive media coverage, and prevent
25 them from being exposed to harm or harassment.

26 5. The marked portion (in red boxes) on pages 6 and 7 of Exhibit 3 contains highly
27 confidential information regarding business agreement terms, including information about the
28 structure of a business agreement. This highly confidential information is not publicly known,

1 and their confidentiality is strictly maintained. If this information were to be released to the
2 public, Defendants' competitors and counterparties would have insight to how Defendants
3 structured its business agreements, which would allow them to tailor their own business
4 negotiation strategy. Defendants' competitive standing could significantly be harmed.

5 6. Exhibit 5 is an email from Anthony Levandowski to his LiDAR team at Ottomotto
6 that discusses technical features developed by Ottomotto, internal analyses of potential business
7 models, and internal technical goals. This highly confidential information is not publicly known,
8 and their confidentiality is strictly maintained. If this information were to be released to the
9 public, Defendants' competitors and counterparties would have insight to Defendants' product
10 development and business strategy, including business model analysis, which would allow them
11 to tailor their own LiDAR development work. Defendants' competitive standing could
12 significantly be harmed.

13 7. Exhibit 6 is a highly confidential email exchange containing highly confidential
14 information relating to Defendants' negotiation of business agreements, including specific
15 commercial terms such as purchase amounts, payment, and delivery terms. The email exchange
16 also includes descriptions of contents of the portions of the Term Sheet for which the Court
17 granted sealing at Dkt. 550 and 707. This highly confidential information is not publicly known,
18 and its confidentiality is strictly maintained. I understand that this information could be used by
19 competitors or counterparties to Uber's detriment, including by using this information to gain an
20 advantage over Uber in negotiations for business transactions. Disclosure of such information
21 would reveal Uber's negotiation strategy and commercial terms, including purchase amounts,
22 payment, and delivery terms, which would allow competitors or counterparties to tailor their
23 negotiation tactics to counter Uber. If such information were made public, I understand Uber's
24 competitive standing could be significantly harmed.

25 8. The marked portion (in red boxes) of Exhibits 7 and 8 contain a personal home
26 address and personal phone numbers of individuals involved in this litigation. Defendants request
27 this personal identifying information be kept confidential in order to protect the privacy of
28 individuals in this litigation, which is currently the subject of extensive media coverage.

1 Disclosure of this personal identifying information could expose them to harm, harassment, or
2 identity theft.

3 9. The marked portion (in red boxes) of page 8 of Exhibit 13 includes the identity of
4 a confidential third party vendor for Uber's LiDAR. This highly confidential information is not
5 publicly known, and their confidentiality is strictly maintained. I understand that this information
6 could be used by Uber's competitors to obtain an advantage in understanding Uber's work with
7 LiDAR and allow them to tailor their own LiDAR development strategy.

8 10. The marked portion (in red boxes) of page 7 of Exhibit 13 contains highly
9 confidential information regarding business agreement terms, including information about the
10 structure of the agreement. This highly confidential information is not publicly known, and their
11 confidentiality is strictly maintained. If this information were to be released to the public,
12 Defendants' competitors and counterparties would have insight to how Uber and Ottomotto
13 structured business agreements, which would allow them to tailor their own business negotiation
14 strategy. Defendants' competitive standing could significantly be harmed.

15 11. The marked portion (in red boxes) of pages 2-5 of Exhibit 16 include highly
16 confidential information containing detailed technical information about Uber's LiDAR design,
17 assembly process, and confidential vendor information. This highly confidential information is
18 not publicly known, and their confidentiality is strictly maintained. If this information were to be
19 released to the public, Defendants' competitors would have access to technical details about
20 Defendants' LiDAR design, assembly process, and confidential vendors, and the competitors
21 could obtain insight to Defendants' design and strategy that would allow them to tailor their own
22 LiDAR development. Uber's competitive standing could significantly be harmed.

23 12. The marked portions (in red boxes) of on page 6 of Exhibit 16 contain an
24 identification of Uber's servers containing LiDAR-related information. Defendants request that
25 this information be kept confidential in order to protect the security of Defendants' servers, and
26 prevent them from being exposed to cyberattack.

27 13. Defendants' request to seal is narrowly tailored to those portions of Plaintiff's
28 Letter Brief and its supporting papers that merit sealing.

1 I declare under penalty of perjury under the laws of the United States that the foregoing is
2 true and correct. Executed this 26th day of June, 2017, in Washington, D.C.

3 _____
4 */s/ Michelle Yang*
5 Michelle Yang
6

7 **ATTESTATION OF E-FILED SIGNATURE**

8 I, Arturo J. González, am the ECF User whose ID and password are being used to file this
9 Declaration. In compliance with General Order 45, X.B., I hereby attest that Michelle Yang has
10 concurred in this filing.

11 Dated: June 26, 2017

12 _____
13 */s/ Arturo J. González*
14 Arturo J. González
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